

RICHMOND LEASING COMPANY
Equipment Trust, Series 8

BILL OF SALE

RECORDATION NO. 8207-14 Filed & Recorded
MAY 27 1976 8 20 PM
NOTARIAL PUBLIC COMMISSION

THIS CONTRACT, dated as of the 28th day of May, 1976, by and between Richmond Leasing Company, a corporation organized and existing under the laws of the State of Delaware (hereinafter called "Seller"), and The First National Bank of Fort Worth, a national banking association incorporated and existing under the laws of the United States, as Trustee (hereinafter called "Buyer"), pursuant to Richmond Leasing Company Equipment Trust, Series 8, dated as of January 30, 1976.

In consideration of \$10 in hand paid, receipt of which is hereby acknowledged, Seller does hereby sell and convey to the Buyer the railroad cars described in Exhibit A attached hereto and made a part hereof for all purposes.

Seller hereby warrants that it has title to the described property and that the described property is free from all liens and encumbrances (including any leasehold interest) other than the Existing Leases described in the attached Exhibit B; and Seller further agrees to forever warrant and defend the title to the described property unto Buyer, its successors and assigns, against all lawful claims.

RICHMOND LEASING COMPANY

By Glen G. Welch
President

(SEAL)

ATTEST:

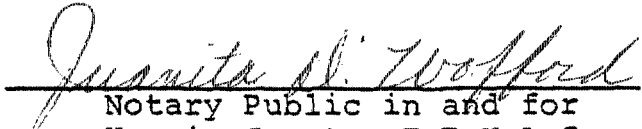
[Signature]
Secretary

COUNTY OF HARRIS §

STATE OF TEXAS §

BEFORE ME, the undersigned, a Notary Public in and for said County and State, on this day personally appeared Glenn A. Welsch, President of Richmond Leasing Company, known to me to be the person and officer whose name is subscribed to the foregoing instrument, and acknowledged to me that the same was the act of RICHMOND LEASING COMPANY, a corporation, and that he executed the same as the act of such corporation for the purposes and consideration therein expressed, and in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this the 21st day of May, 1976.


Notary Public in and for
Harris County, T E X A S

(SEAL)

EXHIBIT A

RICHMOND LEASING COMPANY

EQUIPMENT TRUST, SERIES 8

<u>Lessee</u>	<u>Quantity</u>	<u>Class</u>	<u>Capacity in Gallons</u>	<u>Initialed and Car Numbers</u>	<u>Maximum Cost</u>	<u>Term of Lease</u>	<u>Date of Earliest Service</u>	<u>Monthly Rental</u>
Continental Oil Co.	10	DOT111A100W5	20,800	RTMX 2640 thru 2649	\$346,300	34 mo*	May 1976	\$3,970

*Renewal option for 34 months.

EXHIBIT B

EXISTING LEASES

1. Tank Car Lease and Service Contract dated December 20, 1975, between Richmond Leasing Company and Continental Oil Company covering the following described railroad tank cars:

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
10	20,800 Gallons DOT111A100W5	RTMX 2640 thru 2649